

FILING FEE \$25.00

OFFICERS	NAME	STREET	CITY- STATE
President			
Vice-Pres.	See Schedule Attached.		
Secretary			
Treasurer			

BOARD OF DIRECTORS (If more than five attach separate sheet)

See Schedule Attached.

ASSETS

LIABILITIES**TOTAL**

Shares Outstanding (Sched. 3) \$ _____
 Surplus (Sched. 4) \$ _____
 _____ \$ _____

TOTAL

No.	Class		
1,000	Common	Shares Outstanding	\$ 1,000.00
		Shares Outstanding	\$
		Shares Outstanding	\$
		TOTAL	\$ 1,000.00

Paid in Surplus	\$	
Revaluation of assets	\$	
Other capital surplus	\$	30,681,961
Earned surplus (or deficit)	\$	
TOTAL	\$	30,681,961

NOTARY SEAL Walter J. Sullivan ^{Qualified in Queens County}
Commission Expires March 30, 1965

IF POSSIBLE, PLEASE USE TYPEWRITER TO FILL REPORT. MAKE CHECKS PAYABLE AND SEND REPORT TO —
ARIZONA CORPORATION COMMISSION, CAPITOL ANNEX, PHOENIX, ARIZONA FEE \$35.00

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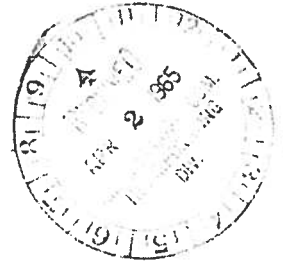
At request of _____ whose address is _____

Filed by

R# 65077

F-10126

1667-28



FAIRBANKS MORSE INC (Formerly Known As FAIRMORCO CORPORATION)

OFFICERS AND DIRECTORS

Richard H. Griebel
William D. Ford

David I. Margolis
James T. Devaney
Donald E. O'Keefe
William S. Schwab
Dana W. Hayward

Robert E. Whiteley

James T. Devaney
William D. Ford
Richard H. Griebel

President
Vice President and
Secretary
Treasurer
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary and
Assistant Treasurer
Assistant Secretary and
Assistant Treasurer

Director
Director
Director

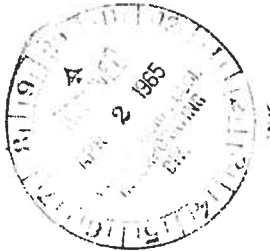
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One North LaSalle Street

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FAIRBANKS MORSE INC (Formerly Known As FAIRMORCO CORPORATION)

OFFICERS AND DIRECTORS

President	1290 Avenue of the Americas, New York 19, New York
Vice President and Secretary	1290 Avenue of the Americas, New York 19, New York
Treasurer	1290 Avenue of the Americas, New York 19, New York
Assistant Secretary	1290 Avenue of the Americas, New York 19, New York
Assistant Secretary	1290 Avenue of the Americas, New York 19, New York
Assistant Secretary	1290 Avenue of the Americas, New York 19, New York
Assistant Secretary and Assistant Treasurer	One North LaSalle Street, Chicago 2, Illinois
Assistant Treasurer	1290 Avenue of the Americas, New York 19, New York
Assistant Secretary and Assistant Treasurer	1290 Avenue of the Americas, New York 19, New York
Director	1290 Avenue of the Americas, New York 19, New York
Director	1290 Avenue of the Americas, New York 19, New York
Director	1290 Avenue of the Americas, New York 19, New York

FAIRBANKS MORSE INC
BALANCE SHEET AS AT DECEMBER 31, 1964

Assets

Cash	
Notes and accounts receivable (net)	\$ 839,505
Inventories	13,969,396
Investments	26,907,432
Buildings & other depreciable property (net)	7,680,463
Land	18,227,276
Other assets	510,985
	<u>589,125</u>
	<u>\$73,724,682</u>

Liabilities and Capital

Accounts payable	\$14,030,486
Notes payable & current maturities of long-term debt	3,902,334
Accrued expenses	5,422,387
Reserves for plant consolidation, rehabilitation, etc.	1,319,879
Debtless bonds payable	17,723,000
Capital Stock:	
Common	1,000
Capital surplus	30,681,961
Earned surplus	<u>643,635</u>
	<u>\$73,724,682</u>



FAIRBANKS MORSE

FAIRBANKS WHITNEY

FAIRBANKS MORSE & CO. • 1290 AVENUE OF THE AMERICAS NEW YORK 10 N. Y. • 212 PLAZA 7-BHCO

EXECUTIVE OFFICES

October 28, 1964



AIR MAIL

Arizona Corporation Commission
Capitol Annex
Phoenix, Arizona

Gentlemen:

In reply to your letter of October 12, 1964, please be advised that the fiscal period adopted by Fairbanks Morse Inc is the Calendar Year ended December 31st.

Very truly yours,

Elliot Seidman
Elliot Seidman
Tax Department

1-10/26
5-11-64

ES:PPM

**ARIZONA CORPORATION COMMISSION
INCORPORATION DIVISION**

FILING FEE \$25.00

ANNUAL REPORT for fiscal year ending December 31, 1965
NAME OF CORPORATION FATBANKS MORSE INC
ADDRESS 1290 Avenue of the Americas, New York, New York 10019

OFFICERS	NAME	STREET	CITY-STATE
President			
Vice-Pres	See List Attached.		
Secretary			
Treasurer			

BOARD OF DIRECTORS (If more than five attach separate sheet)

	See List Attached.		

FINANCIAL STATEMENT

ASSETS		LIABILITIES	
Current Assets:		Current Liabilities:	
Cash on Hand	\$ _____	Notes Payable	\$ _____
Demand Deposits	\$ _____	Accts. Payable (trade)	\$ _____
Inventories (_____ basis)	\$ _____	Accrued Liabilities	\$ _____
Accts. Rec. (trade) net	\$ _____	Taxes and interest	\$ _____
Notes Rec. (trade)	\$ _____	Other Current Liabilities:	\$ _____
Other current assets:	\$ _____	Dividends declared	\$ _____
	\$ _____	Installments due (in 1 yr.)	\$ _____
	\$ _____	Due Officers and Directors	\$ _____
Fixed Assets	\$ _____	Long Term Debts.	\$ _____
Intangible Assets:		Reserves:	
Goodwill	\$ _____		\$ _____
	\$ _____		\$ _____
	\$ _____		\$ _____
Other Assets:	See Schedule Attached.	Other Liabilities:	
Marketable Securities	\$ _____		\$ _____
Due from Officers and directors	\$ _____		\$ _____
	\$ _____		\$ _____
Deferred Charges:		Capital and Surplus:	
Prepaid expenses	\$ _____	Shares Outstanding (Sched. 3)	\$ _____
Organization expenses	\$ _____	Surplus / Sched. 4)	\$ _____
	\$ _____		\$ _____
TOTAL	\$ _____	TOTAL	\$ _____

SCHEDULE 3. CAPITAL

No.	Class	Shares Outstanding	Amount
1,000	Common	Shares Outstanding	\$ 1,000.00
		Shares Outstanding	\$ _____
		Shares Outstanding	\$ _____
		TOTAL	\$ 1,000.00

SCHEDULE 4. SURPLUS

Paid in Surplus	\$ 3,311,656
Revaluation of assets	\$ _____
Other capital surplus	\$ _____
Earned surplus (or deficit)	\$ 27,556,822
TOTAL	\$ 30,868,478

STATE OF New York

COUNTY OF New York

We, Dana W. Hayward, Assistant Secretary, Fatbanks and Robert E. Whiteley, Asst. Treasurer of the above-named corporation, do solemnly swear that the foregoing is a true, complete and correct statement to the best of our knowledge and belief, and have caused same to be prepared and delivered to the Arizona Corporation Commission.

Subscribed and sworn to before me this 1 day of April, 1966

My commission expires April 15, 1967

NOTARY SEAL

Dana W. Hayward Asst. Secretary
Robert E. Whiteley Asst. Treasurer

CORPORATE SEAL

IF POSSIBLE, PLEASE USE TYPEWRITER TO FILL REPORT. MAKE CHECKS PAYABLE AND SEND REPORT TO —
ARIZONA CORPORATION COMMISSION, CAPITOL ANNEX, PHOENIX, ARIZONA

FEE \$25.00

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Filed in the office of the Arizona Corporation Commission, Incorporation Division April 28, 1966
At request of Paul Anderson whose address is same
Filed by Harold McBrayer

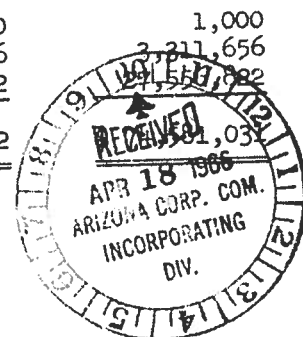
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FAIRBANKS MORSE INC
COMPARATIVE BALANCE SHEET
DECEMBER 31, 1965

	<u>December 31,</u> <u>1964</u>	<u>December 31,</u> <u>1965</u>
<u>ASSETS</u>		
Cash	\$ 839,505	\$ 894,639
Notes and accounts receivable (net)	18,969,896	18,017,307
Inventories	26,907,432	28,369,523
Investments	7,680,463	8,187,451
Buildings & other depreciable property (net)	18,227,276	17,986,384
Land	510,985	504,485
Other assets	589,125	621,242
	<u>\$ 73,724,682</u>	<u>\$ 74,581,031</u>
<u>LIABILITIES AND CAPITAL</u>		
Accounts payable	\$ 14,030,484	\$ 16,976,394
Notes payable & current maturities of long-term debt	3,902,334	3,742,668
Accrued expenses	5,422,387	5,846,562
Reserve for plant consolidation, rehabilitation, etc.	1,319,879	701,929
Debenture bonds payable	17,723,000	16,444,000
Capital Stock:		
Common	1,000	1,000
Capital surplus	3,311,656	3,211,656
Earned surplus	28,013,942	24,550,882
	<u>\$ 73,724,682</u>	<u>\$ 74,581,031</u>



FAIRBANKS MORSE INC

OFFICERS AND DIRECTORS

George A. Strichman
William D. Ford

David I. Margolis
James T. Devaney
Donald E. O'Keefe
William S. Schwab
Dana W. Hayward

Robert E. Whiteley

President
Vice President and
Secretary
Treasurer
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary and
Assistant Treasurer
Assistant Secretary and
Assistant Treasurer

1290 Avenue of the Amer

1290 Avenue of the Amer
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1290 Avenue of the Amer
One North LaSalle Street

1290 Avenue of the Amer

1290 Avenue of the Amer

James T. Devaney
William D. Ford
George A. Strichman

Director
Director
Director

1290 Avenue of the Amer
1290 Avenue of the Amer
1290 Avenue of the Amer

FAIRBANKS MORSE INC

OFFICERS AND DIRECTORS

chman	President	1290 Avenue of the Americas, New York, New York 10019
d	Vice President and Secretary	
	Treasurer	1290 Avenue of the Americas, New York, New York 10019
	Assistant Secretary	1290 Avenue of the Americas, New York, New York 10019
e	Assistant Secretary	1290 Avenue of the Americas, New York, New York 10019
wab	Assistant Secretary	One North LaSalle Street, Chicago 2, Illinois
d	Assistant Secretary and Assistant Treasurer	1290 Avenue of the Americas, New York, New York 10019
eley	Assistant Secretary and Assistant Treasurer	1290 Avenue of the Americas, New York, New York 10019
ey	Director	1290 Avenue of the Americas, New York, New York 10019
a	Director	1290 Avenue of the Americas, New York, New York 10019
chman	Director	1290 Avenue of the Americas, New York, New York 10019

FILING FEE \$25.00

SEE SCHEDULE ATTACHED

LIABILITIES

SEE SCHEDULE ^{Reason:} ATTACHED

SCHEDULE 4. SURPLUS

Paid in Surplus		<u>5,302,212</u>
Revaluation of assets		—
Other capital surplus		—
Earned surplus (or deficit)		<u>27,956,204</u>
TOTAL		<u>\$ 31,365,933</u>

W. E. Whiteley, Asst. Treasurer

COUNTY OF New York
 We, R. E. Whiteley, Asst. Treasurer, President, and D. E. O'Keefe, Asst. Secretary
 Secretary, of the above-named corporation, do solemnly swear that the foregoing is a true, complete and correct statement to the best of our knowl-
 edge and belief, and have caused same to be prepared and delivered to the Arizona Corporation Commission.
[Signature] Asst. Treasurer

Subscribed and sworn to before me this 30 day of March, 1967.
My commission expires March 30, 1969.
NOTARY SEAL ELLIOT SEIDMAN No. 41-358935 Queens County
Certification filed in New York County
Commission expires March 30, 1969.
Signature Elliot Seidman Asst. Secretary
CORPORATE SEAL

SEAL W. W. [Signature] Certificate valid in new
Signature Form until it expires March 30, 1969
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ARIZONA CORPORATION COMMISSION, CAPITOL ANNEX, PHOENIX, ARIZONA
FEE \$25.00
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Filed in the office of the Arizona Corporation Commission, Incorporation Division

At request of Adams where address is Adams

Filed by Mary L. Hall

INC - 310 50M

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FAIRBANKS MORSE INC

OFFICERS AND DIRECTORS

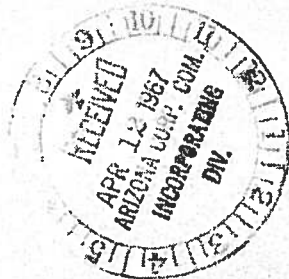
<u>NAME</u>	<u>TITLE</u>	<u>RESIDENCE ADDRESS</u>	
George A. Strichman	President & Director	16 Sutton Place, New York, N. Y.	129
William D. Ford	Vice President & Secretary & Director	30 Sutton Place, New York, N. Y.	New 1290
David I. Margolis	Vice President & Treasurer	350 E. 69th St., New York, N. Y.	New 1290
Kenneth A. Wulff	Controller	17 Windsor Rd., Summit, N. J.	New 1290
James T. Devaney	Assistant Secretary & Director	7 Ann Street, Verona, N. J.	New 1290
Donald E. O'Keefe	Assistant Secretary	468 North Fulton Ave. Mt. Vernon, N. Y.	New Y 1290
William S. Schwab	Assistant Secretary	365 Iris, Highland Park, Ill	New Y 1 Nor
Dana W. Hayward	Assistant Secretary & Assistant Treasurer	5 Cambridge Court, Larchmont, N. Y.	Chica 1290
Robert E. Whiteley	Assistant Secretary & Assistant Treasurer	5 Deerfield Lane So., Pleasantville, N. Y.	New Yc 1290 A New Yc



FAIRBANKS MORSE INC

OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>RESIDENCE ADDRESS</u>	<u>BUSINESS ADDRESS</u>
President & Director	16 Sutton Place, New York, N. Y.	1290 Avenue of the Americas New York, New York 10019
President & Secretary & Director	30 Sutton Place, New York, N. Y.	1290 Avenue of the Americas New York, New York 10019
President & Treasurer	350 E. 69th St., New York, N. Y.	1290 Avenue of the Americas New York, New York 10019
Controller	17 Windsor Rd., Summit, N. J.	1290 Avenue of the Americas New York, New York 10019
Assistant Secretary	7 Ann Street, Verona, N. J.	1290 Avenue of the Americas New York, New York 10019
Assistant Secretary	468 North Fulton Ave. Mt. Vernon, N. Y.	1290 Avenue of the Americas New York, New York 10019
Assistant Secretary	365 Iris, Highland Park, Ill	1 North La Salle Street Chicago, Illinois
Assistant Secretary	5 Cambridge Court, Larchmont, N. Y.	1290 Avenue of the Americas New York, New York 10019
Assistant Treasurer	5 Deerfield Lane So., Pleasantville, N. Y.	1290 Avenue of the Americas New York, New York 10019



FAIRBANKS MORSE INC
COMPARATIVE BALANCE SHEET
DECEMBER 31, 1966

	<u>December 31,</u> <u>1965</u>	<u>December 31,</u> <u>1966</u>
<u>ASSETS</u>		
Cash	\$ 294,639	\$ 1,174,141
Notes and accounts receivable (net)	18,017,307	20,458,987
Inventories	28,369,523	31,367,019
Investments	8,187,451	8,803,651
Buildings & other depreciable property (net)	17,993,383	17,985,088
Land	497,486	369,632
Other assets	621,242	618,111
	<u>\$ 74,581,031</u>	<u>\$ 80,776,629</u>
<u>LIABILITIES AND CAPITAL</u>		
Accounts payable	\$ 16,976,394	\$ 22,677,164
Notes payable & current maturities of long-term debt	3,742,668	10,416,868
Accrued expenses	5,846,562	7,357,810
Reserve for plant consolidation, rehabilitation, etc.	701,929	887,854
Debenture bonds payable	16,444,000	8,070,000
Capital Stock:		
Common	1,000	1,000
Capital surplus	3,311,656	3,409,729
Earned surplus	27,556,822	27,956,204
	<u>\$ 74,581,031</u>	<u>\$ 80,776,629</u>

**ARIZONA CORPORATION COMMISSION
INCORPORATION DIVISION**

FILING FEE \$25.00

ANNUAL REPORT for fiscal year ending DECEMBER 31, 1967
 NAME OF CORPORATION FAIRBANKS MORSE INC
 ADDRESS 1210 Avenue of the Americas, New York City, New York 10019
 OFFICERS:

NAME	STREET	CITY-STATE
President		
Vice-Pres.		
Secretary		
Treasurer		

BOARD OF DIRECTORS (If more than five attach separate sheet)

SEE SCHEDULE ATTACHED

FINANCIAL STATEMENT

ASSETS		LIABILITIES	
Current Assets:		Current Liabilities:	
Cash on Hand	\$	Notes Payable	\$
Demand Deposits	\$	Accts. Payable (trade)	\$
Inventories (basis)	\$	Accrued Liabilities	\$
Accts. Rec. (trade) net	\$	Taxes and interest	\$
Notes Rec. (trade)	\$	Other Current Liabilities:	\$
Other current assets:	\$	Dividends declared	\$
	\$	Installments due (in 1 yr.)	\$
	\$	Due Officers and Directors	\$
	\$		\$
Fixed Assets		Long Term Debts.	\$
Intangible Assets:		Reserves:	\$
Goodwill	\$		\$
	\$		\$
	\$	Other Liabilities:	\$
Other Assets:			\$
Marketable Securities	\$		\$
Due from Officers and directors	\$		\$
	\$	Capital and Surplus:	\$
Deferred Charges:		Shares Outstanding (Sched. 3)	\$
Prepaid expenses	\$	Surplus (Sched. 4)	\$
Organization expenses	\$		\$
	\$	TOTAL	\$
TOTAL	\$		

SEE SCHEDULE ATTACHED

SCHEDULE 3. CAPITAL

No.	Class	Shares Outstanding	\$
1000	Common	1,000.00	\$
		Shares Outstanding	\$
		Shares Outstanding	\$
		TOTAL	\$1,000.00

SCHEDULE 4. SURPLUS

Paid in Surplus	\$3,409,729.00
Revaluation of assets	\$
Other capital surplus	\$29,649,664.00
Earned surplus (or deficit)	\$
TOTAL	\$33,059,393.00

STATE OF New York
 COUNTY OF New York

We, R. E. Whiteley, Asst. Treasurer, President, and D. E. O'Keefe, Asst. Secretary, Secretary of the above-named corporation, do solemnly swear that the foregoing is a true, complete and correct statement to the best of our knowledge and belief, and have caused same to be prepared and delivered to the Arizona Corporation Commission.

Subscribed and sworn to before me this 2 day of April, 1968

My commission expires ELLIS SELDMAN
 Notary Public, State of New York
 Notary Seal, Notary Seal

CORPORATE SEAL

IF POSSIBLE, PLEASE USE TYPEWRITER TO FILE REPORT. MAKE CHECKS PAYABLE AND SEND REPORT TO — FEE \$25.00
 ARIZONA CORPORATION COMMISSION, CAPITAL ANNEX, PHOENIX, ARIZONA

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Filed in the office of the Arizona Corporation Commission, Incorporation Division 5-9-1968
 At request of Comp whose address is Phoenix
 Filed by Danna Passi

FAIRBANKS MORSE INCOFFICERS AND DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>RESIDENCE ADDRESS</u>	
George A. Strichman	President & Director	16 Sutton Place New York, New York	1290 New Y
William D. Ford	Vice President & Secretary & Director	30 Sutton Place New York, New York	1290 New Y
David I. Margolis	Vice President & Treasurer	350 E. 69th Street New York, New York	1290 New Y
Kenneth A. Wuiff	Controller	17 Windsor Road Summit, New Jersey	1290 New Y
James T. Devaney	Assistant Secretary & Director	7 Ann Street Verona, New Jersey	1290 New Y
Donald E. O'Keefe	Assistant Secretary	468 North Fulton Ave. Mt. Vernon, New York	1290 New Y
William S. Schwab	Assistant Secretary	365 Iris Highland Park, Ill.	1 Nor Chica
Dana W. Hayward	Assistant Secretary & Assistant Treasurer	5 Cambridge Court Larchmont, New York	1290 New Y
Robert E. Whiteley	Assistant Secretary & Assistant Treasurer	5 Deerfield Lane So. Pleasantville, N. Y.	1290 New Y

FAIRBANKS MORSE INC

OFFICERS AND DIRECTORS

TITLE

President & Director

Vice President &
Secretary & Director

Vice President &
Treasurer

Controller

Assistant Secretary
& Director

Assistant Secretary

Assistant Secretary

Assistant Secretary
& Assistant Treasurer

Assistant Secretary
& Assistant Treasurer

RESIDENCE ADDRESS

16 Sutton Place
New York, New York

30 Sutton Place
New York, New York

350 E. 69th Street
New York, New York

17 Windsor Road
Summit, New Jersey

7 Ann Street
Verona, New Jersey

468 North Fulton Ave.
Mt. Vernon, New York

365 Iris
Highland Park, Ill.

5 Cambridge Court
Larchmont, New York

5 Deerfield Lane So.
Pleasantville, N. Y.

BUSINESS ADDRESS

1290 Avenue of the Americas
New York, New York 10019

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New York, New York 10019

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New York, New York 10019

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New York, New York 10019

1290 Avenue of the Americas
New York, New York 10019

1290 Avenue of the Americas
New York, New York 10019

1 North La Salle Street
Chicago, Illinois

1290 Avenue of the Americas
New York, New York 10019

1290 Avenue of the Americas
New York, New York 10019

FAIRBANKS MORSE INC
COMPARATIVE BALANCE SHEET
DECEMBER 31, 1967

	<u>December 31, 1966</u>	<u>December 31, 1967</u>
<u>ASSETS</u>		
Cash	\$ 1,174,141	\$ 2,508,779
Notes and accounts receivable (net)	20,453,937	22,821,748
Inventories	31,367,019	33,755,923
Investments	8,803,651	9,281,946
Buildings and other depreciable property (net)	17,985,088	20,613,489
Land	369,632	369,632
Other assets	618,111	689,671
	<u>\$80,776,629</u>	<u>\$90,041,188</u>
 <u>LIABILITIES AND CAPITAL</u>		
Accounts payable	\$22,677,164	\$40,854,550
Notes payable and current maturities of long-term debt	10,416,868	2,356,868
Accrued expenses	8,245,664	9,085,377
Debenture bonds payable	8,070,000	4,684,000
Capital Stock:		
Common	1,000	1,000
Capital surplus	3,409,729	3,409,729
Earned surplus	27,956,204	29,649,664
	<u>\$80,776,629</u>	<u>\$90,041,188</u>

**ARIZONA CORPORATION COMMISSION
INCORPORATION DIVISION**

FILING FEE \$25.00

ANNUAL REPORT for fiscal year ending December 31 19 68

NAME OF CORPORATION Fairbanks Morse Inc.
ADDRESS 1290 Avenue of the Americas New York N.Y. 10019

OFFICERS	NAME	STREET	CITY-STATE
President			
Vice-Pres.	See Schedule Attached		
Secretary			
Treasurer			

BOARD OF DIRECTORS (If more than five attach separate sheet)

	See Schedule Attached		

FINANCIAL STATEMENT

ASSETS		LIABILITIES	
Current Assets:		Current Liabilities:	
Cash on Hand	\$ _____	Notes Payable	\$ _____
Demand Deposits	\$ _____	Accts. Payable (trade)	\$ _____
Inventories (_____ basis)	\$ _____	Accrued Liabilities	\$ _____
Accts. Rec. (trade) net	\$ _____	Taxes and interest	\$ _____
Notes Rec. (trade)	\$ _____	Other Current Liabilities	\$ _____
Other current assets:	\$ _____	Dividends declared	\$ _____
	\$ _____	Installments due (_____)	\$ _____
	\$ _____	Due Officers and Directors	\$ _____
	\$ _____	Long Term Debts	\$ _____
Fixed Assets		Reserves:	
Intangible Assets:			
Goodwill	\$ _____	See Schedule Attached	\$ _____
	\$ _____		\$ _____
	\$ _____		\$ _____
Other Assets:		Other Liabilities:	
Marketable Securities	\$ _____		\$ _____
Due from Officers and directors	\$ _____		\$ _____
	\$ _____		\$ _____
Deferred Charges:		Capital and Surplus:	
Prepaid expenses	\$ _____	Shares Outstanding (Sched. 3)	\$ _____
Organization expenses	\$ _____	Surplus (Sched. 4)	\$ _____
	\$ _____		\$ _____
TOTAL	\$ _____	TOTAL	\$ _____

SCHEDULE 3. CAPITAL

No.	Class	
1,000	Common	Shares Outstanding \$ 1,000.00
		Shares Outstanding \$ _____
		Shares Outstanding \$ _____
		TOTAL \$ 1,000.00

SCHEDULE 4. RESERVES

Paid in Surplus	\$ 3,409,729.
Revaluation of assets	\$ _____
Other capital surplus	\$ 27,540,198.
Earned surplus (or deficit)	\$ _____
TOTAL	\$ 30,949,927

STATE OF New York
COUNTY OF New York

We, R. E. Whiteley, Asst. Treasurer and Dana W. Hayward, Asst. Secretary
Secretary, of the above-named corporation, do solemnly swear that the foregoing is a true, complete and correct statement to the best of our knowledge and belief, and have caused same to be prepared and delivered to the Arizona Corporation Commission.
FRANCES M. ROSS Asst. Treas.
Subscribed and sworn to before me this April 11, 1969
Not. 60 3384485
My commission expires June 19, 1971
NOTARY SEAL FRANCES M. ROSS President
Dana W. Hayward Asst. Secretary

IF POSSIBLE, PLEASE USE TYPEWRITER TO FILL REPORT. MAKE CHECKS PAYABLE AND SEND REPORT TO — FEE \$25.00
ARIZONA CORPORATION COMMISSION, CAPITOL ANNEX, PHOENIX, ARIZONA

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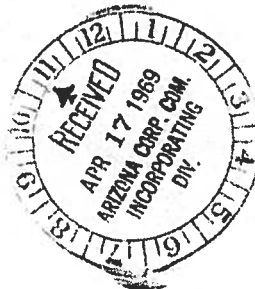
Filed in the office of the Arizona Corporation Commission, Incorporation Division 1-5-69 1969
At request of Chas. Inductus whose address is 1550 Ave of Americas New York N.Y.
Filed by Ray Rayer

FAIRBANKS MORSE INC
COMPARATIVE BALANCE SHEET
DECEMBER 31, 1968

	<u>December 31,</u> <u>1967</u>	<u>December 31,</u> <u>1968</u>
<u>ASSETS</u>		
Cash	\$ 2,508,779	\$ 1,585,987
Notes and accounts receivable (net)	22,821,748	23,487,749
Inventories	33,755,923	33,827,343
Investments	9,281,946	9,746,329
Buildings and other depreciable property (net)	20,613,489	24,115,710
Land	369,632	361,631
Other assets	689,671	430,779
	<u>\$90,041,188</u>	<u>\$93,555,528</u>

LIABILITIES AND CAPITAL

Accounts payable	\$40,854,550	\$47,827,194
Notes payable and current maturities of long-term debt	2,356,868	2,356,868
Accrued expenses	9,085,377	9,643,539
Debenture bonds payable	4,684,000	2,777,000
Capital Stock:		
Common	1,000	1,000
Capital Surplus	3,409,729	3,409,729
Earned surplus	29,649,664	27,540,198
	<u>\$90,041,188</u>	<u>\$93,555,528</u>



3/4/69

FAIRBANKS MORSE INC
OFFICERS AND DIRECTORS

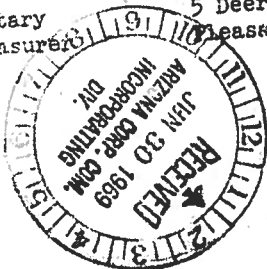
<u>NAME</u>	<u>TITLE</u>	<u>RESIDENCE ADDRESS</u>	<u>BUSINESS</u>
George A. Strichman	President & Director	16 Sutton Place New York, New York	1290 Avenue of New York, New
William D. Ford	Vice President & Secretary & Director	30 Sutton Place New York, New York	1290 Avenue of New York, New
David I. Margolis	Vice President & Treasurer	30 E. 72nd Street New York, New York	1290 Avenue of New York, New
Kenneth A. Wulff	Controller and Vice President	17 Windsor Road Summit, New Jersey	1290 Avenue of New York, New
James T. Devaney	Assistant Secretary & Director	4 Whitney Terrace Verona, New Jersey	1290 Avenue of New York, New
Donald E. O'Keefe	Assistant Secretary	468 North Fulton Ave. Mt. Vernon, New York	1290 Avenue of New York, New
William S. Schwab	Assistant Secretary	365 Iris Highland Park, Ill.	1 North La Sa Chicago, Ill
Dana W. Hayward ✓	Assistant Secretary & Assistant Treasurer	5 Cambridge Court Larchmont, New York	1290 Avenue of New York, New
Robert E. Whiteley ✓	Assistant Secretary & Assistant Treasurer	5 Deerfield Lane So. Pleasantville, N.Y.	1290 Avenue of New York, New

6/68



FAIRBANKS MORSE INC
OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>RESIDENCE ADDRESS</u>	<u>BUSINESS ADDRESS</u>
President & Director	16 Sutton Place New York, New York	1290 Avenue of the Americas New York, New York 10019
Vice President & Secretary & Director	30 Sutton Place New York, New York	1290 Avenue of the Americas New York, New York 10019
Vice President & Treasurer	30 E. 72nd Street New York, New York	1290 Avenue of the Americas New York, New York 10019
Controller and Vice President	17 Windsor Road Summit, New Jersey	1290 Avenue of the Americas New York, New York 10019
Assistant Secretary & Director	4 Whitney Terrace Verona, New Jersey	1290 Avenue of the Americas New York, New York 10019
Assistant Secretary	468 North Fulton Ave. Mt. Vernon, New York	1290 Avenue of the Americas New York, New York 10019
Assistant Secretary	365 Iris Highland Park, Ill.	1 North La Salle Street Chicago, Illinois
Assistant Secretary & Assistant Treasurer	5 Cambridge Court Larchmont, New York	1290 Avenue of the Americas New York, New York 10019
Assistant Secretary & Assistant Treasurer	5 Deerfield Lane So. Pleasantville, N.Y.	1290 Avenue of the Americas New York, New York 10019



25.00

FAIRBANKS MORSE INC
COMPARATIVE BALANCE SHEET
DECEMBER 31, 1969

	<u>December 31,</u> <u>1968</u>	<u>December 31,</u> <u>1969</u>
ASSETS		
Cash	\$ 1,585,987	\$ 983,148
Notes and accounts receivable (n35)	23,487,749	24,523,162
Inventories	33,827,343	37,161,000
Investments	9,746,329	10,004,845
Buildings and other depreciable property (net)	24,115,710	25,014,229
Land	361,631	359,159
Other assets	430,779	1,399,431
	<u>\$93,555,528</u>	<u>\$99,444,974</u>
	=====	=====
TOTAL ASSETS		
 LIABILITIES AND CAPITAL		
Accounts payable	\$47,827,194	\$42,146,441
Notes payable and current maturities of long-term debt	2,356,868	2,356,868
Accrued expenses	9,643,539	15,454,126
Debenture bonds payable	2,777,000	2,375,000
Non-current liabilities	-	24,000,000
Capital stock:		
Common	1,000	1,000
Capital surplus	3,409,729	23,409,729
Earned surplus	27,540,198	(10,298,190)
	<u>\$93,555,528</u>	<u>\$99,444,974</u>
	=====	=====
TOTAL LIABILITIES AND CAPITAL		



4/10/70reh

Place and Date
Incorporated
Delaware
April 28, 1964

FAIRBANKS MORSE INC
430 Park Avenue
New York, N. Y. 10022
(212) 980-3500

Date of Annual Meeting
Third Wednesday in April

Title and Name

Residence Address (and Business
Address if different from above)

City, State and Zip Code

Chairman of the Board
George A. Strichman

1404 Flagler Drive

Mamaroneck, N. Y. 10543

Director
James T. Devaney

1683 Swanson Lane
P.O. Box 988 - Campbells Run Road
and Parkway West
Martindale North
30 Sutton Place

Pittsburgh, Pa. 15241

Anthony diBuono
William D. Ford

Pittsburgh, Pa. 15230
Greenwich, Ct. 06830
New York, N. Y.

President
David I. Margolis

30 East 72nd Street

New York, N. Y.

Vice President
Blair Bolles

4831 Linnean Avenue
1700 Pennsylvania Avenue, N. W.
126 Boxfield Drive, Upper St. Clair
P.O. Box 988 - Campbells Run Road
and Parkway West

Washington, D. C.
Washington, D. C. 20006
Pittsburgh, Pa.

Milton C. Zillis

Pittsburgh, Pa. 15230

Vice President, Controller
and Treasurer
Kenneth A. Wulff

17 Windsor Road

Summit, N. J.

Vice President and
Secretary
William D. Ford

30 Sutton Place

New York, N. Y.

Assistant Secretary
James T. Devaney

1683 Swanson Lane
P.O. Box 988 - Campbells Run Road
and Parkway West
Martindale North
468 North Fulton Avenue
365 Iris Street
1 North La Salle Street

Pittsburgh, Pa. 15241

Anthony diBuono
Donald E. O'Keefe
William S. Schwab

Pittsburgh, Pa. 15230
Greenwich, Ct. 06830
Mount Vernon, N. Y.
Highland Park, Il.
Chicago, Il.

Assistant Secretary and
Assistant Treasurer
Dana W. Hayward
Robert E. Whiteley

5 Cambridge Court
5 Deerfield Land South

Larchmont, N. Y.
Pleasantville, N. Y.

Assistant Treasurer
Julius Levinson

81 Prospect Avenue

Cedarhurst, N. Y.

STOCK

Authorized: 10,000 Shares common stock, \$1.00 par value

Issued: 1,000 Shares common stock, \$1.00 par value

4/9/70reh



ARIZONA CORPORATION COMMISSION
INCORPORATION DIVISION

FILING FEE \$25.00

ANNUAL REPORT for fiscal year ending December 31, 1970

NAME OF CORPORATION Fairbanks Morse Inc
ADDRESS 430 Park Avenue, New York, New York 10022

OFFICERS	NAME	STREET	CITY-STATE
President			
Vice-Pres.	SCHEDULE ATTACHED		
Secretary			
Treasurer			
BOARD OF DIRECTORS (If more than five attach separate sheet)			
	SCHEDULE ATTACHED		

FINANCIAL STATEMENT

ASSETS		LIABILITIES	
Current Assets:		Current Liabilities:	
Cash on Hand	\$	Notes Payable	\$
Demand Deposits	\$	Accts. Payable (trade)	\$
Inventories (basis)	\$	Accrued Liabilities	\$
Accts. Rec. (trade) net	\$ SCHEDULE ATTACHED	Taxes and interest	\$
Notes Rec. (trade)	\$	Other Current Liabilities:	
Other current assets:	\$	Dividends declared	\$
	\$	Installments due (in 1 yr.)	\$
	\$	Due Officers and Directors	\$
	\$		\$
Fixed Assets		Long Term Debts	\$
Intangible Assets:		Reserves:	
Goodwill	\$		\$
	\$		\$
	\$		\$
Other Assets:		Other Liabilities:	
Marketable Securities	\$		\$
Due from Officers and directors	\$		\$
	\$		\$
Deferred Charges:		Capital and Surplus:	
Prepaid expenses	\$	Shares Outstanding (Sched. 3)	\$
Organization expenses	\$	Surplus (Sched. 4)	\$
	\$		\$
TOTAL	\$	TOTAL	\$

SCHEDULE 3. CAPITAL		
No.	Class	
1,000	common	Shares Outstanding \$ 1,000.00
		Shares Outstanding \$
		Shares Outstanding \$
		TOTAL \$ 1,000.00

SCHEDULE 4. SURPLUS	
Paid in Surplus	\$ 23,110,194
Revaluation of assets	\$
Other capital surplus	\$ (10,208,140)
Earned surplus (or deficit)	\$
TOTAL	\$ 13,232,354

STATE OF NEW YORK }
COUNTY OF NEW YORK }

We, Robert E. Whiteley, Secretary, of the above named corporation, do solemnly swear that the foregoing is a true, complete and correct statement to the best of our knowledge and belief, and have caused same to be prepared and delivered to the Arizona Corporation Commission.

Subscribed and sworn to before me this 14th day of April, 1971

My commission expires

NOTARY SEAL Signature

FRANCIS M. ROSS
NOTARY PUBLIC, State of New York
No. 60-3364485
Qualified in Westchester County

20055 Chid 6083-254
JUL 10 1970
D. W. Hayward ASST. President
ASST. Treasurer
ASST. Secretary

CORPORATE SEAL

IF POSSIBLE, PLEASE USE TYPEWRITER FOR ALL INFORMATION CONCERNING STOCKS PAYABLE AND SEND REPORT TO - FEE \$25.00
ARIZONA CORPORATION COMMISSION, CAPITAL ANNEX, PHOENIX, ARIZONA

FAIRBANKS MORSE INC

COMPARATIVE BALANCE SHEETS

	<u>January 1, 1970</u>	<u>December 31, 1970</u>
ASSETS		
Cash	\$ 993,148	\$ 778,814
Notes and accounts receivable (net)	24,549,476	20,901,326
Inventories	37,235,830	34,187,383
Investments	10,090,948	10,802,985
Buildings and other depreciable property (net)	25,014,229	23,381,071
Land	359,159	359,159
Other assets	<u>1,280,750</u>	<u>1,236,055</u>
	\$99,513,540	\$91,646,793
	=====	=====
TOTAL ASSETS		
LIABILITIES AND CAPITAL		
Accounts payable	\$42,226,513	\$46,609,186
Notes payable and current maturities of long-term debt	2,356,868	2,356,858
Accrued expenses	15,454,945	19,453,220
Debenture bonds payable	2,375,000	2,375,000
Non-current liabilities	24,000,000	7,619,175
Capital stock:		
Common	1,000	1,000
Capital surplus	23,409,729	23,440,494
Earned surplus (deficit)	<u>(10,310,515)</u>	<u>(10,208,140)</u>
	\$99,513,540	\$91,646,793
	=====	=====
TOTAL LIABILITIES AND CAPITAL		



3/19/71reh

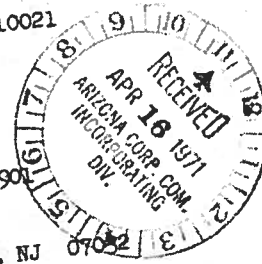
FEI #: 13-2502257

Fairbanks Morse Inc
(f/k/a FCO Corporation:
(f/k/a Fairbanks Morse & Co., Inc.)

c/o Colt Industries Inc
430 Park Avenue
New York (New York), New York 10022
(212) 980-3500

Telex #: 12-5897

<u>Title and Name</u>	<u>Ref.#</u>	<u>Residence Address (and business address if different from above)</u>
<u>Directors</u>		
Anthony diBuono	(1)	Martindale North, Greenwich, CT 06830
William D. Ford	(2)	30 Sutton Place, New York, NY 10022
George A. Strichman	(3)	1404 Flagler Drive, Mamaroneck, NY 10543
<u>Chairman of the Board</u>		
George A. Strichman	(4)	Same as (3)
<u>President</u>		
David I. Margolis	(5)	30 East 72nd St., New York, NY 10021
<u>Vice President and Secretary</u>		
William D. Ford	(6)	Same as (2)
<u>Vice President and Treasurer</u>		
Kenneth A. Wulff	(7)	17 Windsor Road, Summit, NJ 07901
<u>Vice President and Controller</u>		
Salvatore J. Cozzolino	(8)	501 Grove St., Upper Montclair, NJ 07052
<u>Assistant Secretaries and Assistant Treasurers</u>		
Dana W. Hayward	(9)	5 Cambridge Court, Larchmont, NY 10538
Robert E. Whiteley	(10)	5 Deerfield Lane, South, Pleasantville, NY 10570
<u>Assistant Secretaries</u>		
Anthony diBuono	(11)	Same as (1)
William S. Schwab	(12)	365 Iris Lane, Highland Park, IL 60635
Donald E. O'Keefe	(13)	Sokol, Schwab & Agran 33 North Dearborn St., Chicago, IL 60602 468 North Fulton Ave., Mount Vernon, NY 10552
<u>Assistant Treasurer</u>		
Julius Levinson	(14)	81 Prospect Ave., Cedarhurst, NY 11516
<u>Chief Executive Officer</u>		
George A. Strichman		Same as (3)



4/15/70r.3/30/71reh.

Fairbanks Morse Inc (continued)

Place and Date Incorporated
Qualified to do Business In
(Places and Dates)

Alabama, May 12, 1964
Alaska, May 11, 1964
Arizona, May 11, 1964
Arkansas, May 11, 1964
California, May 8, 1964
Colorado, May 8, 1964
Connecticut(B), May 8, 1964
Delaware, April 28, 1964
District of
Columbia, June 22, 1964
Florida, May 12, 1964
Georgia, May 8, 1964
Hawaii, July 1, 1964
Idaho, May 11, 1964
Illinois, May 11, 1964
Indiana, May 11, 1964
Iowa, May 11, 1964
Kansas, May 13, 1964

Statutory Agents

Date of Annual Meeting

Date of Last Annual Meeting

Stock Authorized

Stock Outstanding

Percentage of Ownership

Location of Corporation's
Books

Business Activity

Delaware, April 28, 1964.

Kentucky, May 11, 1964
Louisiana, May 11, 1964
Maine, May 8, 1964
Maryland, May 8, 1964
Massachusetts, May 8, 1964
Michigan, May 14, 1964
Minnesota, May 11, 1964
Mississippi, May 9, 1964
Missouri, May 12, 1964
Montana, May 19, 1964
Nebraska, May 11, 1964
Nevada, May 11, 1964
New Hampshire, May 8, 1964
New Jersey, May 8, 1964
New Mexico, May 11, 1964
New York(B), May 8, 1964
North Carolina, May 12, 1964
North Dakota, May 11, 1964

Ohio(A), May 8, 1964
Oklahoma, May 12, 1964
Oregon, May 11, 1964
Pennsylvania(A), May 11, 1964
Puerto Rico, June 10, 1964
Rhode Island, May 8, 1964
South Carolina, May 8, 1964
South Dakota, May 11, 1964
Tennessee, May 11, 1964
Texas, May 11, 1964
Utah, May 8, 1964
Vermont, May 11, 1964
Virginia, May 13, 1964
Washington, May 12, 1964
West Virginia, May 11, 1964
Wisconsin, May 12, 1964
Wyoming, May 11, 1964

C-T Corporation System

Third Wednesday in April

April 15, 1970

10,000 Shares common stock, par value \$1.00 per share
1,000 Shares common stock, par value \$1.00 per share
100% by Colt Industries Inc

430 Park Avenue, New York, NY 10022

Manufacturing and selling industrial equipment.